
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 01, 2024

Genesco Inc.

(Exact name of Registrant as Specified in Its Charter)

Tennessee
(State or Other Jurisdiction
of Incorporation)

1-3083
(Commission File Number)

62-0211340
(IRS Employer
Identification No.)

535 Marriott Drive
Nashville, Tennessee
(Address of Principal Executive Offices)

37214
(Zip Code)

Registrant's Telephone Number, Including Area Code: 615 367-7000

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$1.00 par value	GCO	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On October 1, 2024, Genesco Inc. (the “Company”) announced the appointment of Cassandra “Sandra” Harris as Senior Vice President, Finance and Chief Financial Officer of the Company, effective October 7, 2024 (the “Effective Date”). Ms. Harris will begin her employment with the Company on October 1, 2024 (the “Employment Date”), and will begin her tenure as Senior Vice President, Finance and Chief Financial Officer of the Company on the Effective Date. On October 1, 2024, the Company also announced that Thomas A. George, Senior Vice President, Finance and Chief Financial Officer, will be leaving the Company as part of his planned retirement. Mr. George will remain with the Company (and continue as the Company’s principal accounting officer) through December 12, 2024, to ensure an orderly transition.

Prior to joining the Company, Ms. Harris, age 52, served as Chief Financial Officer of Artisan Design Group, LLC from February 2023 to April 2024. Previously, Ms. Harris served as Tupperware Brands Corp.’s (“Tupperware”) (i) Chief Financial Officer and Chief Operating Officer from October 2020 to June 2022 and (ii) Executive Vice President and Chief Financial Officer from April 2019 to October 2020. Prior to joining Tupperware, Ms. Harris served in multiple senior leadership roles with V.F. Corporation (NYSE: VFC) from March 2008 to March 2019. Ms. Harris holds a Bachelor of Science in Accounting from Clemson University and is a Certified Public Accountant and Chartered Global Management Accountant.

In connection with her appointment, Ms. Harris will receive an annual base salary of \$600,000. Ms. Harris will be eligible under the Company’s Fourth Amended and Restated EVA Incentive Compensation Plan (as such plan may be amended from time to time) to receive a prorated target incentive award for the fiscal year beginning February 4, 2024 equal to 75% of Ms. Harris’ base salary. Subject to the approval of the compensation committee of the Company’s Board of Directors, for the fiscal year beginning January 26, 2025, Ms. Harris will be eligible to receive Company stock under the Company’s long-term incentive compensation program equal to 150% of Ms. Harris’ annual base salary, comprised of a mix of 50% time-based restricted stock awards (“RSAs”) and 50% performance share units. Ms. Harris will be granted \$300,000 on the Employment Date in the form of RSAs that vest over a two-year ratable vesting period. Ms. Harris will also become a participant in the Company’s Executive Severance Plan, and the Company and Ms. Harris will enter into an Employment Protection Agreement. Ms. Harris will receive relocation assistance, including coverage of direct moving costs not to exceed \$25,000. Ms. Harris will also be paid a \$25,000 quarterly travel and lodging stipend until October 2025.

There are no family relationships between Ms. Harris and any director or executive officer of the Company, and the Company is not aware of any transactions with Ms. Harris that are reportable pursuant to Item 404(a) of Regulation S-K.

Item 7.01 Regulation FD Disclosure.

A press release issued by the Company announcing Ms. Harris’ appointment is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information in this Item 7.01, including Exhibit 99.1, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

The following exhibits are filed herewith:

Exhibit No. Description

99.1	Press Release dated October 1, 2024, issued by Genesco Inc.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GENESCO INC.

Date: October 1, 2024

By: /s/ Scott E. Becker

Scott E. Becker
Senior Vice President, General Counsel and
Corporate Secretary



GENESCO NAMES SANDRA HARRIS CHIEF FINANCIAL OFFICER

A proven CFO, finance leader and seasoned global retailer and consumer brands executive, Harris adds significantly to Genesco's deep leadership bench

NASHVILLE, Tenn. Oct. 1, 2024 -- Genesco Inc. (NYSE: GCO), after a broad search process, today announced the appointment of Cassandra "Sandra" Harris as Senior Vice President, Finance and Chief Financial Officer, effective October 7, 2024. Harris succeeds Thomas A. George, whose planned retirement will take effect on December 12, 2024 to ensure an orderly transition.

"Sandra is a proven executive leader with a consistent record of driving strategic growth and value across complex organizations. She brings invaluable expertise from numerous multi-channel, multi-brand consumer businesses," said Mimi E. Vaughn, Genesco's Board Chair, President and Chief Executive Officer. "We look forward to benefitting from Sandra's leadership as we continue to drive sustainable growth, profitability, and long-term shareholder value. In addition, we are incredibly grateful to Tom for his financial leadership at Genesco. A 40-year finance professional with more than 30 years as a public company CFO, Tom has made significant contributions to Genesco, and we wish him the very best in retirement."

Harris joins Genesco with an impressive background of CFO and finance leadership roles in retail and consumer brands companies, including at VF Corporation ("VF"). Harris spent nearly 10 years at VF (from 2008 to 2017), where she was responsible for driving global business and financial strategies across VF's more than 50 iconic lifestyle brands. Harris' experience with VF includes retail, finance, supply chain and information technology leadership, including serving as Chief Financial Officer for Direct to Consumer, Global Supply Chain and Shared Services.

Harris will report directly to Vaughn, and will oversee Genesco's accounting, financial planning and analysis, investor relations, treasury, procurement and tax

functions. During the transitional period, George will continue as Genesco's Principal Accounting Officer.

"It's an exciting time for Genesco and I am thrilled to join this incredible team at such a pivotal time. I look forward to working closely with the Genesco leadership team to help shape the company's next chapter of growth as a footwear focused industry leader," said Harris.

About Sandra Harris

Harris most recently served as Chief Financial Officer for Artisan Design Group, the leading nationwide provider of design and installation services for interior finishes. Prior to that she was the Chief Financial Officer and Chief Operating Officer of publicly-held Tupperware Brands (from 2019 to 2022) serving as a strategic business partner responsible for transforming a traditional direct seller to an omnichannel company.

Harris's proven track record at VF includes leading retail growth of more than 40% across multiple platforms with a "digital first"/e-commerce approach, expansion of approximately 2,500 brick and mortar doors and growth of its wholesale partnerships. In addition to her financial leadership, during her time as VF's Chief Information Officer, she operationally led the transformation of VF's global technology from a traditional technology-focused organization to a consumer-focused digital first company. Harris also enabled VF's shared services to become more agile, flexible and efficient creating a foundation for its growth platform.

About Genesco Inc.

Genesco Inc. (NYSE: GCO) is a footwear focused company with distinctively positioned retail and lifestyle brands and proven omnichannel capabilities offering customers the footwear they desire in engaging shopping environments, including approximately 1,314 retail stores and branded e-commerce websites. Its Journeys, Little Burgundy and Schuh brands serve teens, kids and young adults with on-trend fashion footwear inspired by youth culture in the U.S., Canada and the U.K. Johnston & Murphy serves the successful, affluent man and woman with premium footwear, apparel and accessories in the U.S. and Canada, and Genesco Brands Group sells branded lifestyle

footwear to leading retailers under licensed brands including Levi's, Dockers and G.H. Bass. Founded in 1924, Genesco is based in Nashville, Tennessee. For more information on Genesco and its operating divisions, please visit www.genesco.com.

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